

July 15, 2010

Invoice No. 1744117
4327 68911 / 68911-000002
W6S

Sunwest Management, Inc.
3723 Fairview Industrial Drive SE
Salem, OR 97302

For legal services rendered through June 30, 2010

Restructuring

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
06/01/10	G. Yates	8.70	Work on secured loan restructuring.
06/01/10	G. Yates	5.70	Address asset dispositions and closings.
06/01/10	F. Weindling	4.60	Work on loan modification. Telephone conference w/ Simpson Thatcher regarding various issues of concern. Transmittal of draft modification agreements for Nebraskaland and Marathon loans to I. Petrova.
06/02/10	G. Yates	4.50	Address issues on asset depositions and facility transitions.
06/02/10	G. Yates	9.80	Work on secured debt restructuring; calls to lender's counsel.
06/02/10	F. Weindling	4.80	Work on modification agreement. Telephone conference w/ I. Petrova regarding RBS agreement. Confer w/ W. Moore regarding requested changes to choice of law provision. Revision of RBS and Spring Creek Gardens agreements in response to comments received from I. Petrova.
06/02/10	W. Moore	0.10	Review comments from lender's counsel on loan amendment.
06/03/10	G. Yates	4.60	Work on property dispositions.
06/03/10	G. Yates	8.90	Work on secured loan restructuring.

BILLS ARE DUE AND PAYABLE UPON RECEIPT
THIS STATEMENT DOES NOT INCLUDE EXPENSES NOT YET RECEIVED BY THIS OFFICE
WHICH MIGHT HAVE BEEN INCURRED DURING THE PERIOD COVERED BY THIS BILLING

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
06/03/10	W. Moore	0.40	Review Wells Fargo loan documents and discuss amendment.
06/04/10	G. Yates	9.70	Work on secured loan restructuring.
06/04/10	G. Yates	3.80	Address property dispositions.
06/04/10	W. Moore	0.50	Review loan agreement amendments and discuss open issues.
06/05/10	F. Weindling	4.00	Work on Loan Modification Agreements. (Tennessee Commerce and Wells Fargo)
06/06/10	F. Weindling	6.00	Work on Loan Modification Agreements. (Tennessee Commerce and Wells Fargo)
06/07/10	G. Yates	8.70	Work on secured loan modification agreements; discuss issues with Blackstone.
06/07/10	G. Yates	4.40	Address property disposition issues; revise forms of order.
06/07/10	F. Weindling	3.90	Work on Loan Modification Agreements. Ongoing correspondence regarding same.
06/07/10	W. Moore	0.20	Review comments from purchaser's counsel on loan amendment.
06/08/10	G. Yates	4.90	Address property disposition issues.
06/08/10	G. Yates	9.30	Work on secured loan modifications.
06/08/10	F. Weindling	4.30	Work in connection with modification of existing mortgage loans.
06/09/10	G. Yates	8.70	Work on secured loan modification.
06/09/10	G. Yates	5.70	Work on property dispositions.
06/09/10	A. Goldman	1.00	Conference with Ms. Weindling re: loan modifications; review loan documents and begin drafting modification.
06/09/10	F. Weindling	2.50	Work in connection with preparation of loan modification agreements. Confer with A. Goldman and D. Evans regarding same.
06/10/10	G. Yates	9.60	Work on secured debt modifications.
06/10/10	G. Yates	4.80	Address property disposition issues.
06/10/10	A. Goldman	3.50	Review loan documents; work on modification agreement.
06/10/10	F. Weindling	7.00	Work on loan modification agreements. Revision of existing agreements in response to comments received from purchaser. Ongoing correspondence regarding same.
06/11/10	G. Yates	12.80	Work on secured loan modifications.

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
06/11/10	G. Yates	1.90	Address issues involving receivers.
06/11/10	A. Goldman	3.50	Review loan documents; work on Modifications.
06/11/10	D. Evans	1.30	Reviewed term sheet and existing loan documents; commence drafting amendment for \$12,880,000 FirstTier Bank loan.
06/11/10	F. Weindling	9.00	Work in connection with modification of mortgage loans prior to confirmation. Ongoing correspondence regarding same.
06/12/10	F. Weindling	6.50	Work on revision of Loan modification agreements in response to comments received from I. Petrova. Finalize draft of Rose Valley Cottage Agreement for preliminary review by Lender. Work on SNB Agreement.
06/13/10	F. Weindling	8.00	Work on Loan Modification Agreements. Work on Fannie Mae and SNB Agreements.
06/14/10	G. Yates	4.70	Work on property disposition issues and receivers.
06/14/10	G. Yates	9.70	Work on secured loan modifications; discuss issues with Blackstone.
06/14/10	A. Goldman	2.50	Review loan documents; work on Modifications.
06/14/10	D. Evans	4.70	Drafted modification for Firstier Bank.
06/14/10	F. Weindling	1.00	Work on loan modification agreements, Ongoing correspondence regarding same.
06/15/10	G. Yates	8.80	Work on secured loan modifications.
06/15/10	G. Yates	4.80	Address property disposition issues.
06/15/10	D. Evans	0.50	Reviewed Yellowstone Bank documents; reviewed prior documents with F. Weindling.
06/15/10	F. Weindling	10.50	Work on drafting and revision of loan modification agreements. Ongoing correspondence regarding same, and regarding lender and purchaser review and comments to same.
06/16/10	G. Yates	4.70	Work on property dispositions.
06/16/10	G. Yates	9.70	Address loan modification issues with secured lenders.
06/16/10	A. Goldman	4.50	Review updated term sheet; review loan documents; work on modifications.
06/16/10	D. Evans	6.60	Reviewed Wells Fargo documents and drafted modifications; reviewed Oregon Housing.

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
06/16/10	F. Weindling	9.50	Ongoing work in connection with modification of existing mortgages. Correspondence w/ G. Yates and I. Petrova regarding same. Work in connection with finalization of Cathay Bank modification agreements. Telephone conference calls regarding same.
06/17/10	G. Yates	3.90	Address property disposition issues.
06/17/10	G. Yates	10.30	Work on secured loan modification agreements.
06/17/10	A. Goldman	3.50	Review loan documents; work on modifications.
06/17/10	D. Evans	6.60	Reviewed loan documents and drafted modifications for Oregon Housing loans.
06/17/10	F. Weindling	9.00	Ongoing work on modification of existing mortgages and revision of proposed modifications in response to comments received.
06/18/10	G. Yates	11.60	Address secured loan modification issues.
06/18/10	G. Yates	3.30	Work on property disposition issues.
06/18/10	A. Goldman	2.50	Review loan documents; draft loan modifications.
06/18/10	D. Evans	5.20	Reviewed Oregon Housing documents and drafted loan modifications.
06/19/10	A. Goldman	4.00	Review loan documents; draft modifications; correspondence to/from Ms. Weindling re: terms of same.
06/19/10	F. Weindling	9.00	Work on loan modification agreements (Yellowstone, DNB, SNB Bank).
06/20/10	D. Evans	1.50	Reviewed Oregon Housing Documents; reviewed and responded to comments provided by Oregon Department of Justice attorneys.
06/21/10	G. Yates	10.60	Work on secured loan modification agreements.
06/21/10	G. Yates	3.70	Address issues related to property dispositions.
06/21/10	D. Evans	4.40	Reviewed Winfield loan documents; calls with G. Yates regarding Oregon business points.
06/22/10	G. Yates	11.80	Work on secured loan restructurings.
06/22/10	G. Yates	2.80	Address property disposition issues.
06/22/10	D. Evans	1.60	Reviewed and responded to correspondence with Oregon attorney general; revised CMA for Hermiston 2; drafted CMA's for remaining Oregon Housing Authority documents.

Sunwest Management, Inc.

<u>Date</u>	<u>Attorney</u>	<u>Hours</u>	<u>Description</u>
06/23/10	G. Yates	9.80	Address loan restructuring issues.
06/23/10	G. Yates	3.10	Work on property disposition issues.
06/23/10	D. Evans	4.20	Further revisions to Oregon Housing loan modifications; drafted loan modifications for additional Oregon loans; reviewed additional loan documents.
06/24/10	G. Yates	3.30	Address property disposition issues.
06/24/10	G. Yates	11.60	Work on secured debt restructuring.
06/24/10	D. Evans	0.40	Discussions with G. Yates regarding status; reviewed documents and drafted CMA for 3rd Oregon loan.
06/25/10	G. Yates	10.90	Work on secured loan modifications.
06/25/10	G. Yates	2.60	Address property disposition issues.
06/28/10	G. Yates	11.70	Work on secured loan restructurings.
06/28/10	G. Yates	2.60	Deal with property disposition issues.
06/28/10	D. Evans	3.20	Review Oregon comments with G. Yates; draft third Oregon LMA.
06/29/10	G. Yates	11.40	Address secured loan restructuring issues.
06/29/10	G. Yates	2.90	Work on disposition issues.
06/30/10	D. Evans	1.60	Reviewed lender comments and revised Oregon documents as appropriate; reviewed notes; correspondence with lender's counsel.

Total Hours 464.40

Total Fees \$197,340.00

Timekeeper Summary

G. Yates	-	296.80	hours at	\$450.00	per hour
A. Goldman	-	25.00	hours at	\$415.00	per hour
D. Evans	-	41.80	hours at	\$395.00	per hour
F. Weindling	-	99.60	hours at	\$365.00	per hour
W. Moore	-	1.20	hours at	\$450.00	per hour

Sunwest Management, Inc.

<u>Disbursements</u>	<u>Value</u>	
Telephone	24.74	
Taxi	1,222.00	
Copying	20.60	
Travel	11,032.91	
Meals	2,558.81	
Other	347.90	
Total Disbursements		<u>15,206.96</u>
Total Fees And Disbursements This Statement		<u>\$212,546.96</u>

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3723 Fairview Industrial Drive SE
Salem, OR 97302

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Restructuring

INVOICE SUMMARY

Total Fees	\$197,340.00
Total Disbursements	<u>15,206.96</u>
Total Fees and Disbursements This Statement	<u>\$212,546.96</u>

PLEASE RETURN THIS COPY WITH YOUR PAYMENT

PAYMENT BY CHECK VIA STANDARD MAIL:

Seyfarth Shaw LLP
3807 Collections Center Drive
Chicago, IL 60693

PAYMENT BY CHECK VIA OVERNIGHT MAIL:

Bank of America Lockbox Services
3807 Collections Center Drive
Chicago, IL 60693

PAYMENT BY WIRE TO:

Bank Name: Bank of America
Account Name: Seyfarth Shaw LLP Operating Account
Account Number: 5201743357
ABA Wire Payment Number: 026-009-593
ABA ACH Payment Number: 081-904-808
Swift Code: BOFAUS3N

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ACCOUNTS RECEIVABLE SUMMARY

A review of our records reflects the following invoice(s) remain unpaid. Please remit your payment promptly.

<i>Date</i>	<i>Invoice</i>	<i>Invoice Amount</i>	<i>Payment Received</i>	<i>Balance</i>
04/13/10	1711189	\$99,089.36	-\$33,968.86	\$65,120.50
05/13/10	1722377	\$119,558.91	\$0.00	\$119,558.91
06/08/10	1731347	\$143,047.80	\$0.00	\$143,047.80

If you have any questions with regard to the amount as stated, please contact Kathy Hobbs in our Finance Department at 312-460-6046.

PLEASE RETURN THIS COPY WITH YOUR PAYMENT

PAYMENT BY CHECK VIA STANDARD MAIL: Seyfarth Shaw LLP 3807 Collections Center Drive Chicago, IL 60693	PAYMENT BY WIRE TO: Bank Name: Bank of America Account Name: Seyfarth Shaw LLP Operating Account Account Number: 5201743357 ABA Wire Payment Number: 026-009-593 ABA ACH Payment Number: 081-904-808 Swift Code: BOFAUS3N
PAYMENT BY CHECK VIA OVERNIGHT MAIL: Bank of America Lockbox Services 3807 Collections Center Drive Chicago, IL 60693	